

Exhibit 2

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

Astellas Institute for Regenerative Medicine, and
Stem Cell & Regenerative Medicine International,
Inc.,

Plaintiffs,

v.

ImStem Biotechnology, Inc.,
Xiaofang Wang, and
Ren-He Xu,

Defendants.

C.A. No. 1:17-cv-12239

DECLARATION OF DAVID P. FRAZIER

I, David P. Frazier, make the following declaration in support of the pending motion for leave to appear *pro hac vice* filed on my behalf.

1. I am a partner of the firm Latham & Watkins LLP at 555 Eleventh St NW, Washington, District of Columbia 20004.

2. I have been admitted to practice in the State of Maryland, the State of Pennsylvania, the District of Columbia and the US Patent and Trademark Office, and before the United States District Court for the District of Columbia and the District of Maryland. I am also admitted to practice before the United States Court of Appeals for the Federal Circuit.

3. I am a member of the bar in good standing in every jurisdiction where I have been admitted to practice.

4. There are no disciplinary proceedings pending against me as a member of the bar in any jurisdiction.

5. I have not previously had a *pro hac vice* admission to this court revoked for misconduct.

6. I am familiar with the Rules of the United States District Court for the District of Massachusetts and I agree to comply with these Local Rules.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: November 22, 2017



David P. Frazier